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40+

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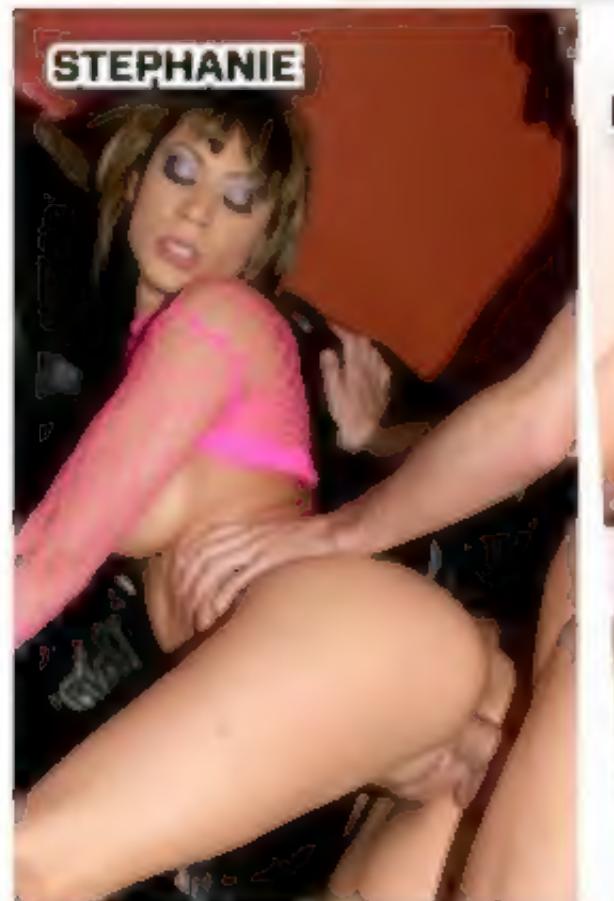
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REINVENTED

*They say that 40 is the new 30.
I really don't care. Do you?
Look at me. A year ago I was
selling cheese in Wisconsin with
a hairy bush and a minivan.
Now, I'm an all new person
ready to take on the world.
Say that you're ready for
me and more like me?*

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ROXETTA & ANDREW

I started fucking a lot when I turned 42 or so. My husband was away for a couple months and I got pretty lonely. I decided to do a guy I worked with, another I worked out with, and finally my hubby when he returned.





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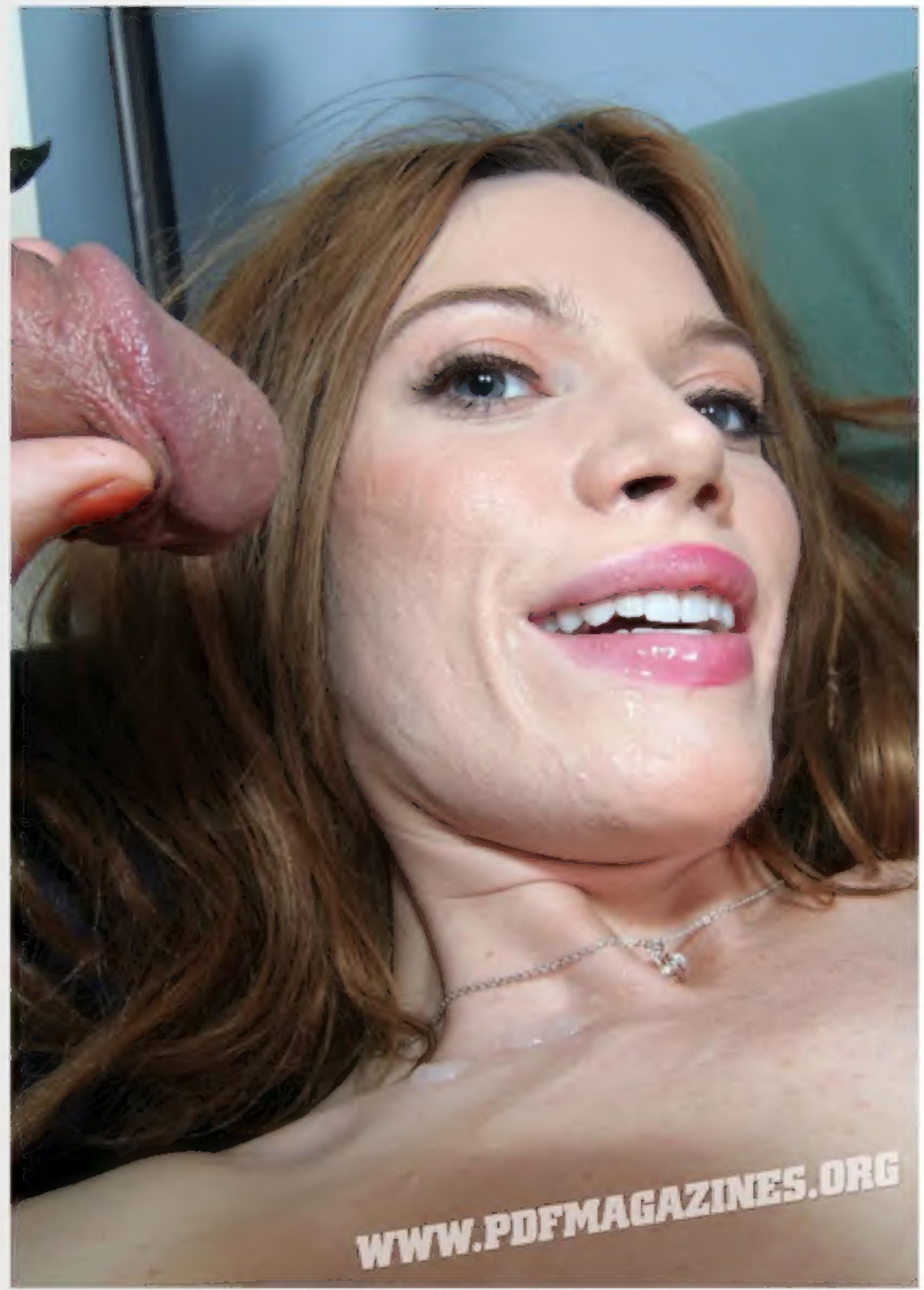
When I fucked those other guys, we just did the missionary and doggie style and it was onlin my pussy, although one did try to stick a finger in my butt. No way, that's reserved for my husband. Now, I really would not call it cheating, but when you get lonelyt for months, what's a girl gonna do? And who's she gonna do it with?

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WHITNEY & ROMA

We all like to see girls fuck each other and this pair is no exception. Hot sexy tongues licking hard clits and wet pussies. Dildos flying into one snatch and then the other. Soft girlie moaning sounds, and that final scream of ecstasy. What's better?



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*Whitney Fears
& Roma*

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Yep, this is what we guys wanna see. Hard, plastic pink dildos fucking soft pink pussies. Take yourself, does it matter if there is a stick in the pussy or a tongue or a finger or even a dildo? No, it really doesn't matter. We just wanna see the pussy get fucked, and then fucked again.

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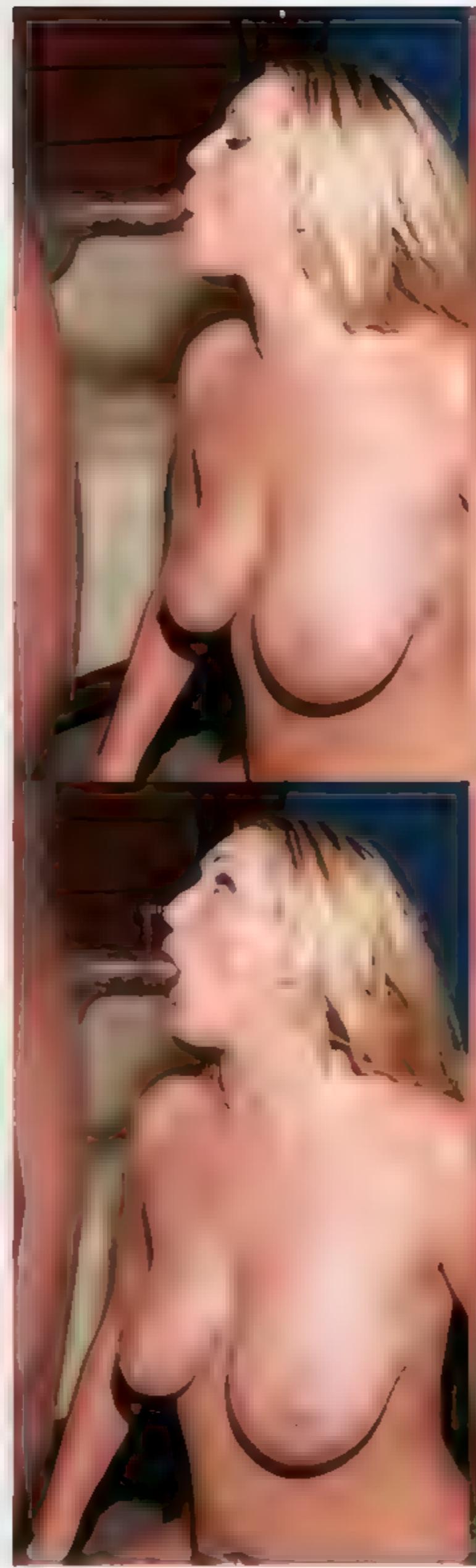


SUMMER & JUNKIE

If you are a breast man, then kick back and get comfortable. We've filled the following pages with beautiful Summer and her perfectly big boobs. Her boobs are so fine that we had a real hard time editing the shots.



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Summer Lovin'

Yes, she's really fine everywhere, but with those boobs staring you in the face, how can you not help but stare back. But, admittedly, her mountainous melons were definitely the biggest attraction. Enjoy, but not too fast!

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The
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the
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THE
Donatella
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TPR material
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• Made from Silicone and
ABS materials • Handle
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ABS with silicone coating
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40+ #47

SHE LOVES HER CO WORKERS

Scarlet stood up and turned to smile at her two cameramen. There was sperm spattered on her cheeks, her nose, her lips and her hair. She puckered her lips in a sexy kiss towards the older cameraman, then proceeded to slowly lick the pearly drops from them. She thought about the guys upstairs who were watching this (like me). They must have been jerking themselves furiously (I was)! She made a bit of a show of scooping all Charles's sperm off her face with her fingertip and sucking it all into her greedy mouth while the cameramen moved in to get the best shots and angles.

"Yummy!" she drawled when all the cum had been swallowed. She left the two spent guys by the sofa and turned to walk towards the door. "I need to shower and get this show back on the road" she said. Both cameramen looked visibly disappointed. The older one still had his swollen cock sticking out, and the younger one was very obviously just as turned on but was still zipped up. They watched her walking towards the door and lowered their cameras.

"Gotcha!" shouted Scarlet spinning to face them with a big grin on her face. "You didn't think I was going to leave you both in that state did you?" she asked pointing with the fingers of both hands towards their bulging cocks. She strutted back towards them as they put their cameras on the ground and stood looking uncertain whether she was joking or not. She walked straight to Allan, the older cameraman,

I'm writing you because I thought your latest cover girls, and the other ladies inside, were super hot. One reason is that the tall brunette looks like my ex. She's not because my ex did not have a huge birthmark on her butt. Nor did she take it in the butt, but the pictorial and video allowed me to imagine what that would have been like.

— Ed. St. Louis



YES, I'M HOT.

I'm also sassy, a sweetheart, opinionated, a bitch, your lover, and your very worst nightmare. I'm your ex. asshole.

eyes closed as she twisted and turned her head then moved her mouth and flickered her tongue all over the underside of his huge penis head

Jason had gained a little confidence by now and had reached down to touch one of Scarlet's shiny black high heels. Scarlet looked down a little confused and saw that he was trying to get a better look. A foot fetishist! "Sit on the sofa," she told them both as they got to her feet again. Both guys moved to the sofa, their cocks twitching with anticipation. Scarlet placed herself between them and reached for them again, a nine-inch cock in each hand. She masturbated them in rhythm again, then she placed both legs out in front of her. Both guys watched as she pushed her left shoe off with the toe of her right, then with the bare toes of her left foot she did the same with the right. With her bare feet and sexy painted toes, she felt them both quiver, Jason more than Allan, and Jason's cock stiffened more as she tossed them both faster.

"This feels great!" grinned Scarlet. "I've always wanted to do this!" She continued to jack their cocks as their moans became louder. "Lie on the floor near my feet," she suddenly directed. Jason lifted his feet onto the seat either side of her, then reached down and pulled his baggy jeans and his shorts off. He still had his socks and shoes on but his bottom half was naked. She lifted her own feet up and placed them near his balls so she could grip the long shaft of his cock with her toes. Jason gasped and groaned as Scarlet worked her beautiful toes up and down this geek's hard cock. She was intensely turned on to be giving this shy young lad his first hand job, blow job and foot job all in the same sess on

She stepped up the tempo. "I want your cum," she said to Allan, and she went straight down on him again. Allan fell back on the sofa with

his eyes closed as Scarlet jerked and sucked

him furiously. Jason twitched and thrust his hips slightly as he watched Scarlet's toes stroking his cock. "Oh Scarlet," he groaned. "I can't hold back!" she jerked Allan fast as she looked down at Jason. "I want you to cum all over my feet!" she yelled happily. Instantly, Jason gave a jolt and shouted. Some precum spurted out over her toes as he shook, followed by huge ropes of white creamy spunk firing out. Allan groaned at the same time as Scarlet unloaded him into her mouth. All three of them moaned happily as she slurped and swallowed as much of Allan's spunk as she could, and Jason's sticky milk coated her feet and toes as well as his chest and stomach.

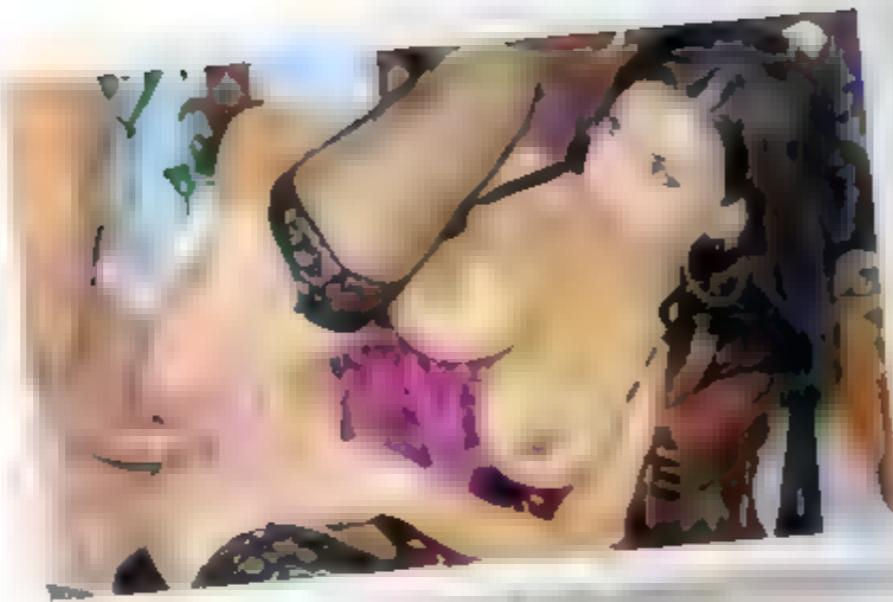
Five minutes later, it was decided that the cameras would broadcast again for the last ten minutes of the show. Scarlet had to mop her blonde hair down with a hot towel and brush some dry shampoo through it. No time for showering. Charles went back upstairs to see what state the directors room was in, the model went to the guest dressing room and the cameramen put on their headphones and stood behind their equipment.

"On in 15!" I shouted. Scarlet straightened her clothes and cleared her throat, waiting for my cue. Her face was on the screen in Charles' office as he sank into his big chair. "5...4...3...and cue!" I said. "We're back!" chirped Scarlet as her face was beamed to the nation once again.

"What a professional," whispered Charles

- Thomas G., in the control room

- Darren, L.A.



Dear editor

I can't believe what I just saw. I saw a sex goddess. A woman that could make me cum just by saying 'hello.' You know I'm talking about Cory Emerson. There's just something about a woman who likes to wear lingerie when she fucks. That's what it was made for. And she wears it well. The bustier is perfect for her big bosom and no panties allows for access to her pussy and ass, which I would be proud to take advantage of. And let's not forget those perfect thigh-high stockings that help showcase her privates. When the pussy and ass are exposed like this by lingerie, it screams out "Cum and fuck me! Do it now!"



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HAPPY BIRTHDAY TO ME

We live in Pittsburgh. While the summers are okay, the winters are cold and relentless. We're always looking for something new to do. One new thing is that I always wanted to see a female open my wife's long legs and lick her pussy deep and slow. It's three years that we've been together and she takes me to a surprise 40th birthday party for me she had kept secret. About midnight, most of the ladies and the two of us moved the party to our house. One lady, Caroline, was very bold in flirting with me, and I loved it! I asked Caroline if she liked my wife, Sandra? She looked over at her, licked her lips and said she looked quite yummy.

I suggested she try to kiss Sandra and see what happens? Caroline moves closer to Sandra and starts to do a slow grind on her leg. I am behind my wife rubbing myself on her ass. Then Caroline makes a move and begins kissing her. At first Sandra is surprised. I kiss her on the neck and whisper, "Do you like this?" Sandra answers me by putting her hand on my rock hard cock. Then she starts to kiss Caroline slow and deep while she rubs her boobs.

We three slide the few feet to the bedroom hugging together as to not let the moment go. I pull out some of Sandra's hot panties and teddies and ask them to put them on while I quickly run back to the kitchen to get three more drinks. By the time I return, the two of them were in the teddies dancing and grinding to the music. I took all of my clothes off and touched my wife's wet pussy. Caroline started to kiss Sandra while I went down and kissed my wife's pussy through her panties. Caroline and I laid Sandra down and took our time kissing her feet to her pussy. My wife was so wet and hot! Caroline opened my wife's pussy lips and both of us started to kiss and lick her. We would take turns licking



ing her
pussy
Caroline
made
her hold
her legs

back while she kissed her asshole. At the same time, I was licking deep into my wife's pussy.

Then Sandra starts to cum with a hot load of her juices. The white foam is dripping down to her asshole. Caroline and I are licking her cum and kissing each other with it. She screams and then squirts all over the two of us and the bed. My wife now has a very wet pussy. I pull a large toy from the drawer and guide it into her while Caroline fingers her asshole. Sandra cums again and again as she never had a orgasm like this before... that I can remember.

My wife and I started to play with Caroline. I was shocked when my wife says, "Teach me how to lick her pussy." Sandra holds open Caroline's pussy and watches me lick her. Caroline takes my wife's hand and shows her how to finger her pussy. Caroline is moaning and grinding on Sandra's fingers. Caroline pulls her long legs back as I open her wet lips and my wife and I both start to lick her pussy and asshole! I take the dildo and fuck Caroline with it. I get behind my wife and start to fuck her from behind as she's licking and slurping Caroline's pussy. I reluctantly pull out of my wife and whispered out loud that the two should fuck each other. Caroline tells Sandra about scissoring and they start rubbing soaked pussies, making a sloshing sound that turned everyone on so much that the two came in no time.

Then, at last, my wife says she wants to see me fuck another female. Happy birthday to me!

— Mitch, Pittsburgh

Dear 40+

I have to tell you about getting my cock sucked at the same time by two women. Man what a rush that was. First one took my cock-head in her mouth as the other one was jacking me. Then she started licking my balls. The one sucking me deep-throated my cock as the other one was sucking my balls. Hotttt!

— Earle, Boston

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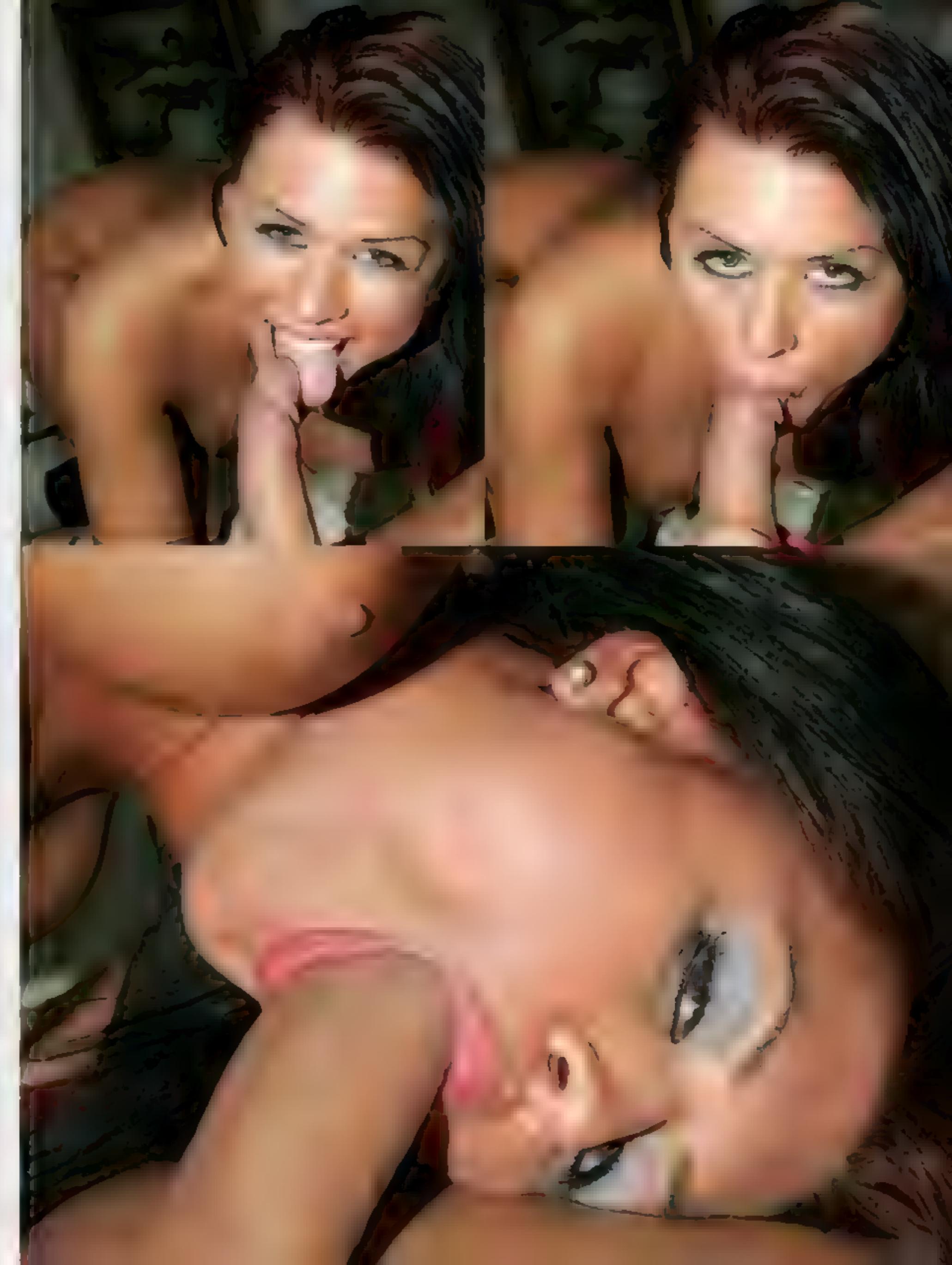
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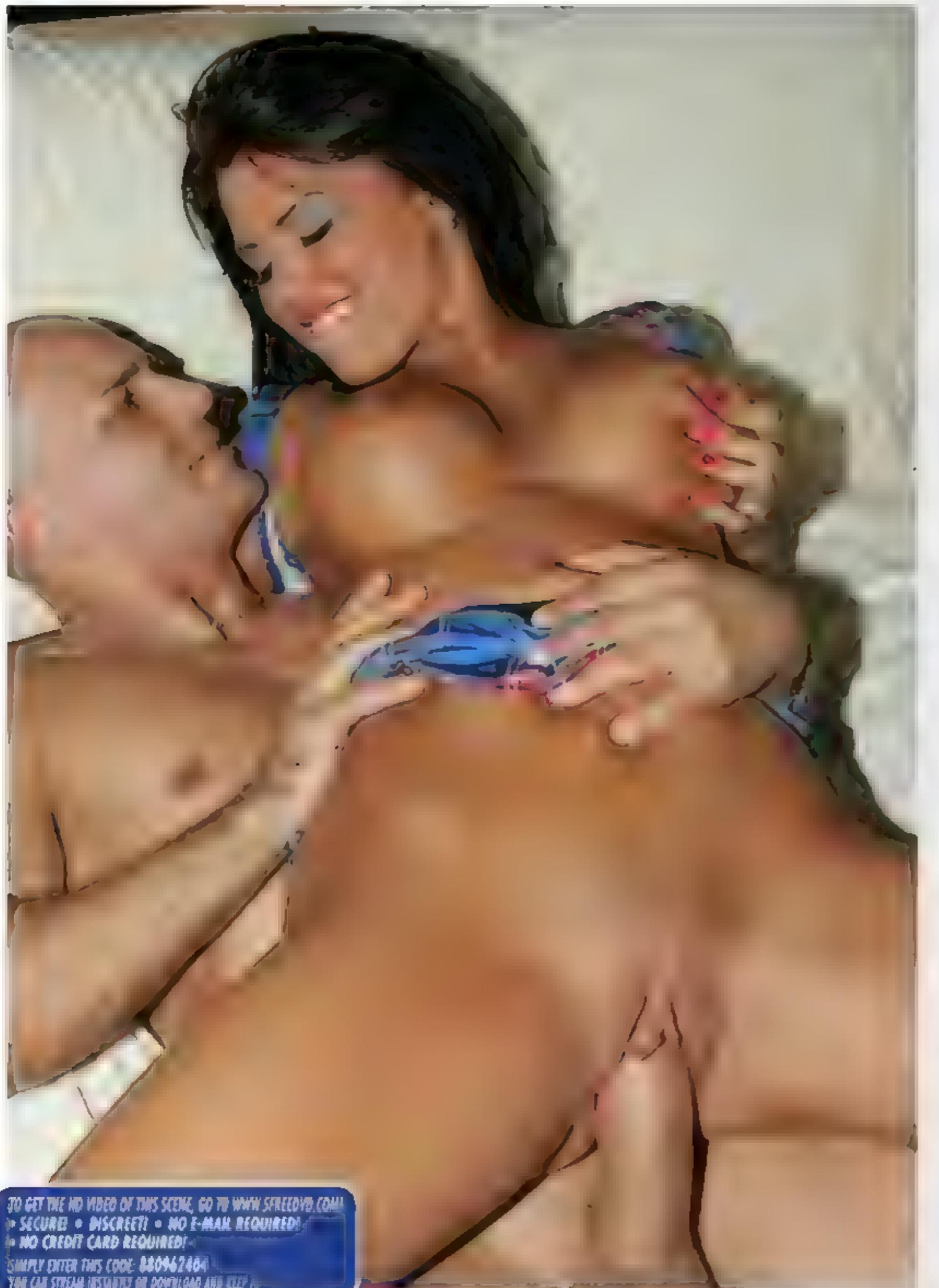
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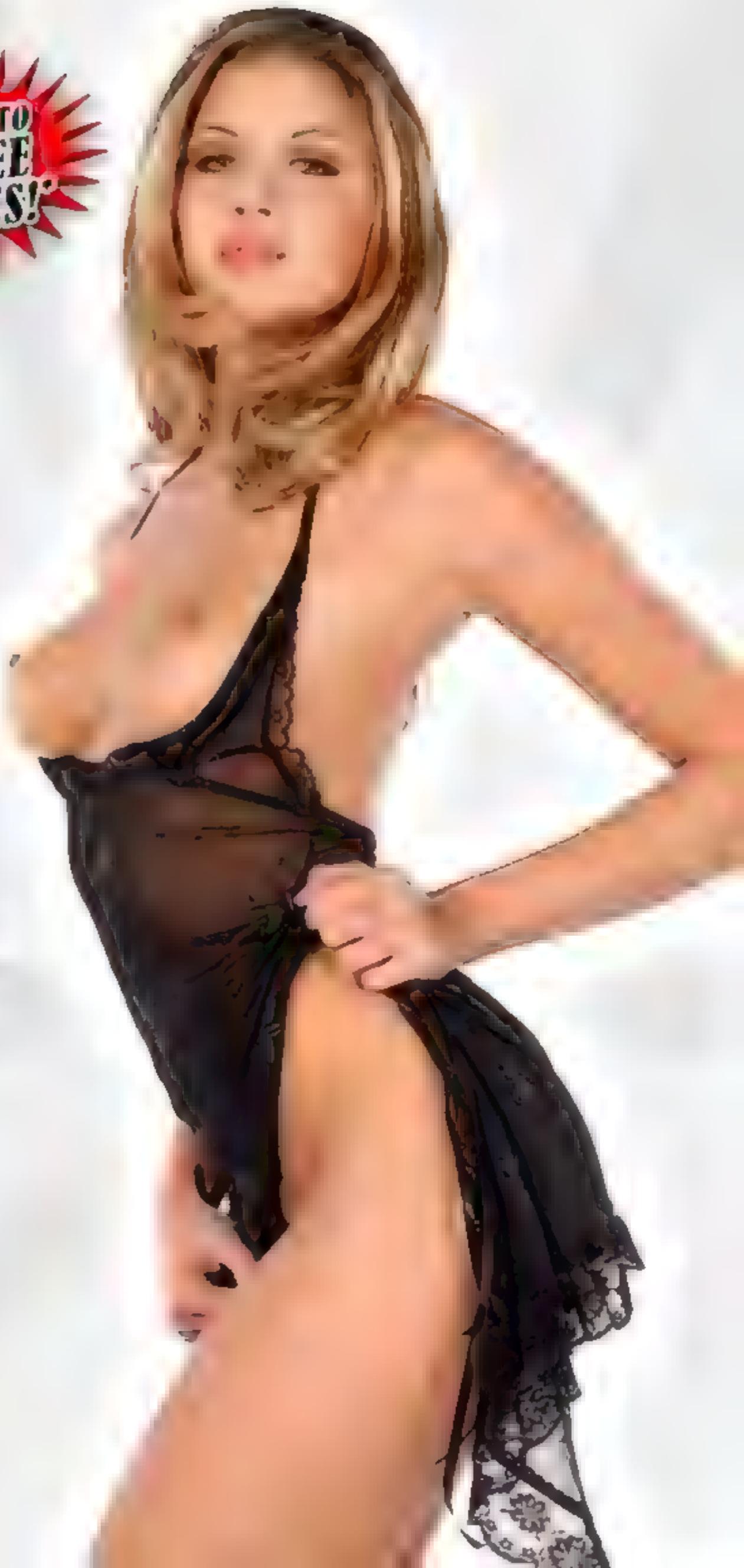
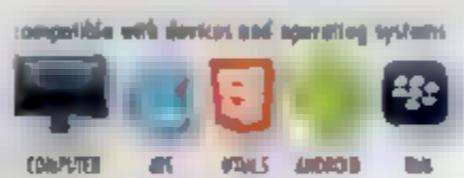
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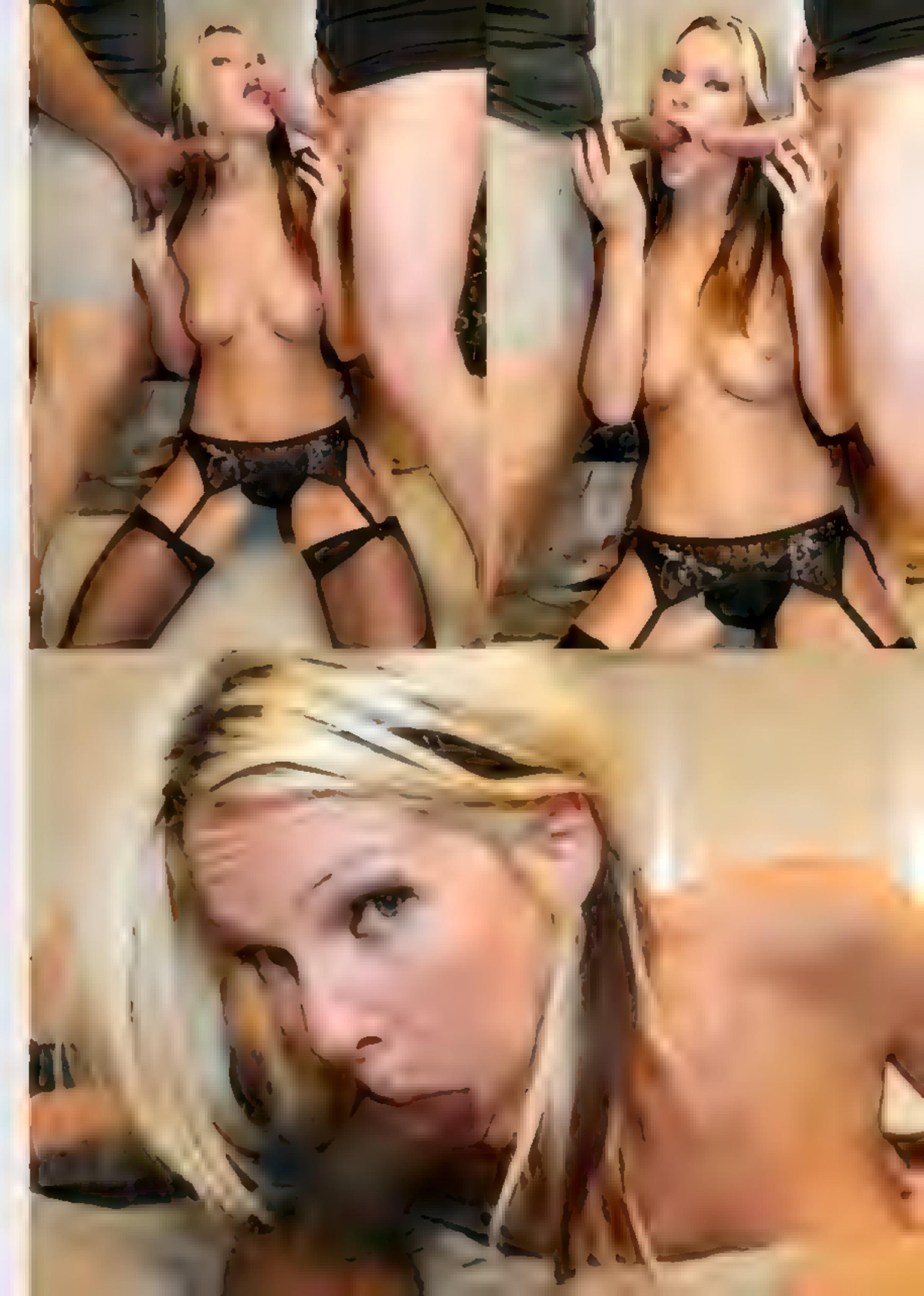


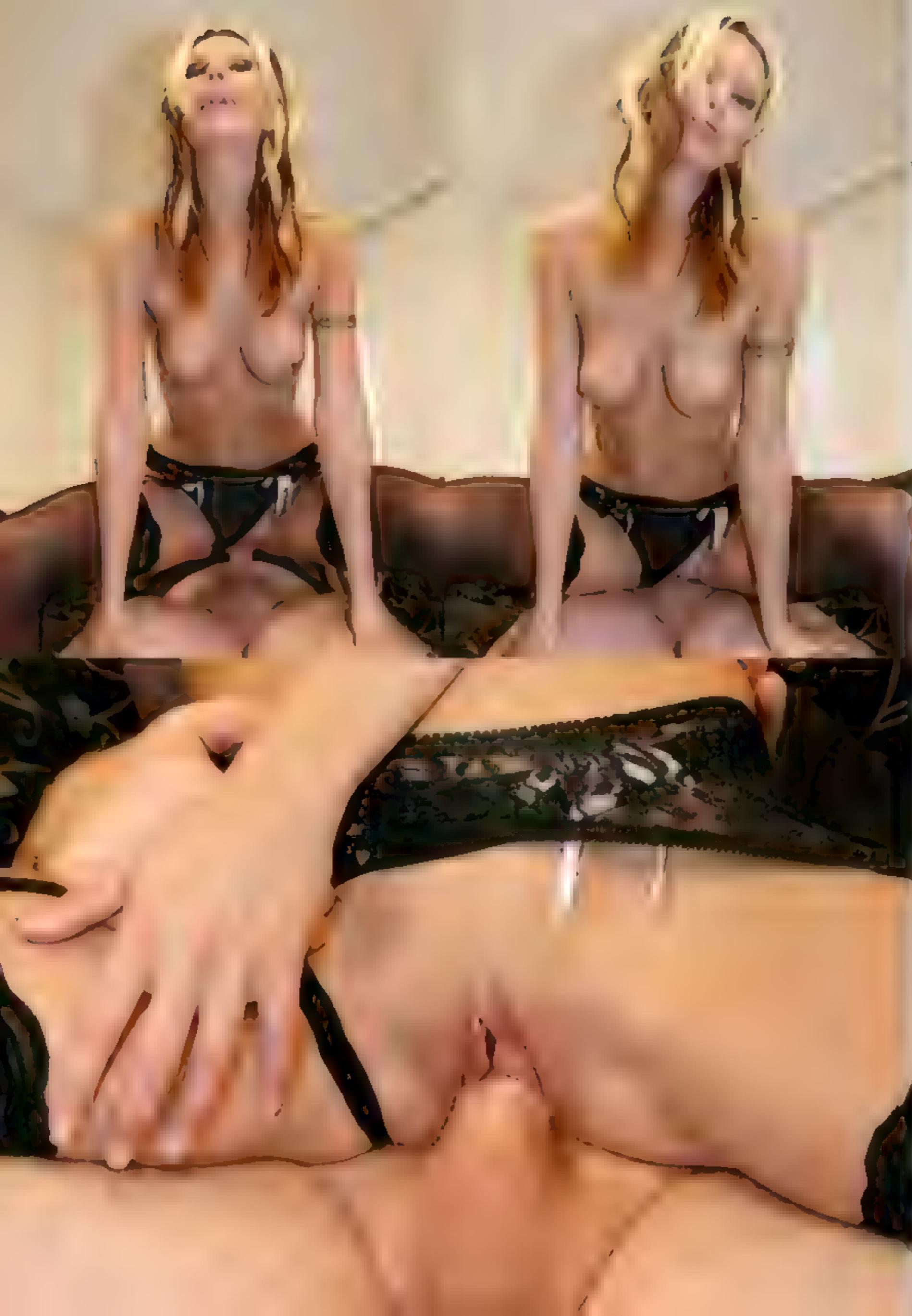
HD JOINTON

Put two horny men together with a woman who's even hornier and things will surely heat up. That's exactly what happened with these three and they steamed up the photo shoot so much we had to turn on the air cooling system in the middle of winter. Unfortunately that didn't help our lenses or the crew very much.



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This shoot got so hot,
one of the crew got
an erection that was
there for all to see.
Heidi saw it too and
kidded him about it.
She whispered to him
and offered to 'assist'
him after the shoot
was done. Most of
the crew didn't stick
around after we fin-
ished, but we did see
Heidi and him dis-
appear into an upstairs
bedroom. We hope
they had a camera.

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And go get your checkbook!
I have six cats, a mortgage, car
payments, credit card debt,
and a mother that likes to
play bingo every Wednesday,
so I have to pose naked in
this magazine just so you
can get your rocks off looking
at my huge delicious boobs.

*After all the years of dedication
to this company, this is how I
make my final exit.*

my last day



For the last twenty years I've been working diligently at an aerospace company in the great Northwest. Economic times have been good and bad, but never as bad as they are now. Since 2008, the company has released over 1,000 employees and now I'm about to feel the crunch. Every night I go home expecting to get the pink slip the next day, and it never came. Until yesterday. My whole department was let go. Add another thirty to the unemployed ranks and another 44-year old man into the job pool.

The most difficult thing about getting let go was to have to leave all the friends I had made during my tenure there. One of the most difficult of all to leave was a woman named Shanna. She wasn't in my group, but we had almost daily dealings with hers. I had envisioned her slender form a million times as she would wander back and forth past my office door during the course of the day. Always nicely dressed her firm breasts and tight ass accented whatever she would wear. Her gilding steps showed off her well toned legs as she passed by on what seemed endless trips of her well planned journeys whose only purpose was to make me fantasize

over her. She had a well toned, and shapely ass, which rode atop muscular well developed legs. Her upper torso looked like it was rock hard and included those stand up, too-perky, firm breasts that always were leading her way.

My description of her does not do the actual Shanna justice because of her intense beauty, both outer and inner, as I was about to see first hand on my last day. I was feeling kind of lousy due to my circumstances, and Shanna thoughtfully gave me a hug as if to say 'everything will be OK.' It was difficult to hide the swelling of my dick as she pressed her tight body against mine. I reciprocated the hug back but the only thought on my mind was reliving my cock inside her full mouth or her sweet pussy.

She noticed the ever growing bulge in my pants and took me by the hand the nearby vacant office of somebody else who suffered the same vocational fate as I. My mind was racing with possibilities of what might happen here, but my logical self decided that this would be too good to be true so I dismissed any ro-





mantic possibilities, until she squeezed my hand with hers, and with her free hand she rubbed the outside of my expanding pants. I closed the office door and, with nothing to lose, spoke up, "I have wanted to fuck you since the first day I met you." She responded by unzipping my pants exposing my throbbing cock, and saying "Well why haven't you then, I have tried to excite you by taking off my underwear everytime I knew that I would walk by, or go into your office."

"Now that I know that you are excited..." She then engulfed my cock in moist and silky lips. She took all of my cock into her mouth, her tongue massaging the shaft of my prick while I felt her sucking the precum from the head. Her hands moved deftly about massaging my ass then holding my balls. All the while her rhythmic head bobbing and sucking action made me cum in her mouth. I was not sure how she was going to react to that seeing as how some women don't care for that, but I am happy to say that she gulped it all up and said to me that I had the best tasting cum she had ever had, and wanted to drink of the nectar again, but I had plans for her pussy that could not be put off.

Watching and feeling Shanna suck on my dick made me want to do the same for her, so I lifted her onto the barren desktop, and pulled the chair around so I could go to work. I found that she was not wearing any underwear as I lifted up her dress to expose the object of my desire. Her pussy was sweet and sopping wet as I dove in, lapping at the exposed inner lip and mixing my

spit and her juice. I tightened up my tongue and with my hands spread her pussy wide open to show off her pink, wet pussy and clit. I tongued all around her clit, brushing up against it once and again. I felt her twitch with anticipation every time I got close to her clit, I finally just put both lips around her clit and started sucking it while rubbing it with my tongue. Her hips thrust upward and closer to me, shoving her pussy further into my face, almost to the point where I couldn't breathe anymore. My nose got another whiff of her woman's scent and I felt my cock get even harder, as if that was even possible at this point.

She continued by rubbing her pussy all around my face while I tried to keep a lip lock on her clit, gently pulling it as she continued to grind her pussy into my face. This action made her cum like gangbusters. Her pussy juice was all over my face and she bent over and licked the sauce from my face and then got up from her perch and removed her dress and bra so I could see, in full, the heavenly body she possessed.

Shanna told me to strip down so she could see my muscular frame in all its glory so she and I could explore each other for a while, and I did so eagerly. We sat on the little sofa and started touching each other's bodies. She stroked the hair on my chest and and excited my nipples with her fingers while I rubbed one hand on her bush, and the other fondling a firm breast, and erect nipple. This action lasted only a few minutes when she found my dick hard as a rock. She bent over, stroked

my cock a couple times for good luck and kissed the head of my cock, which was ready for her wet pussy. Then Shanna spun around on the sofa so that her knees were on the seat and her arms rested on the back of the sofa. She took one hand and reached around and pulled back on her ass cheek showing me her hot slit and moist puckered asshole. I got up and positioning myself behind her and plunged my cock into her pussy. It was the hottest pussy I had ever stuck my dick into, she moaned with delight as my shaft entered her. I started my rhythmic thrusting. Slowly at first, and then speeding up slightly with every other stroke. I reached around and played with her hard nipples, squeezing them with the inward thrust.

In this position her butt was right in front of me and I couldn't resist playing with her puckered anus that seemed to be winking at me as I thrusted in and out of her pussy. I stuck my thumb into her pussy to lube it up and then pulled it out and started swirling it around her butt hole. I heard muffled groans as soon as I did this and boldly stuck in my thumb up to the first joint. More groans. I made small circles in her butt as my cock was bruising the insides of her hot, wet pussy. Ever bolder, I inserted my thumb deeper and deeper into her and thought to myself that she's getting dp'd by just one man - me. That made me even hotter as I banged her pussy like a jackhammer.

Shanna liked this very much, but wanted me to fill the other hole with my cock and squeeze her tits some

more. I was more than happy to oblige her request. I withdrew my throbbing tool and she reached around with both her hands and spread her ass cheeks so I could see the tight puckered prize. My cock lubricated with the juice of her cunt and my precum, slipped relatively easy into her waiting asshole. Like her pussy it was very hot, a few thrusts and some nipple tweaks later we were both cumming, her back arched up to meet my chest, and she tightened up her asshole, which extended the orgasm for both of us.

We then fell to the sofa, and I removed my still twitching cock from her ass. I commented that it was a shame that we had to find out now that we were attracted to each other, it would have been great to do that on a regular basis. 'Oh well,' we both exclaimed and laughed as we started to get dressed, dreaming of what could have been. It was a good thing that the restrooms were right across the hall form the office which we had occupied, we went our separate ways to get cleaned up.

When I came out I went back to my office to finish packing and say my last goodbyes. I wanted to give Shanna one more hug and my phone number, but she was nowhere to be found and nobody had seen her since our liaison. I finished all those things and, burmmed, I took the last of my things to my car. I found a folded up piece of paper on my windshield under the wiper. It was a photocopy of the pussy I had just fucked with a note, 'Call me anytime' and her phone number - which I planned to do as soon as I got home.



STEPHADIE & JAMES

I just moved into my new apartment. My favorite room is the living room because I got this new black leather sofa. And I think it's a great place to have sex because after you're done, you can kick back and watch some television.





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When he
ers left. He climaxed
within ten minutes
as I sucked his cock
dry. Then he poured
jumps down
my naked body and
right into my mouth
as he was taking my
pussy. Now that was
really hot!



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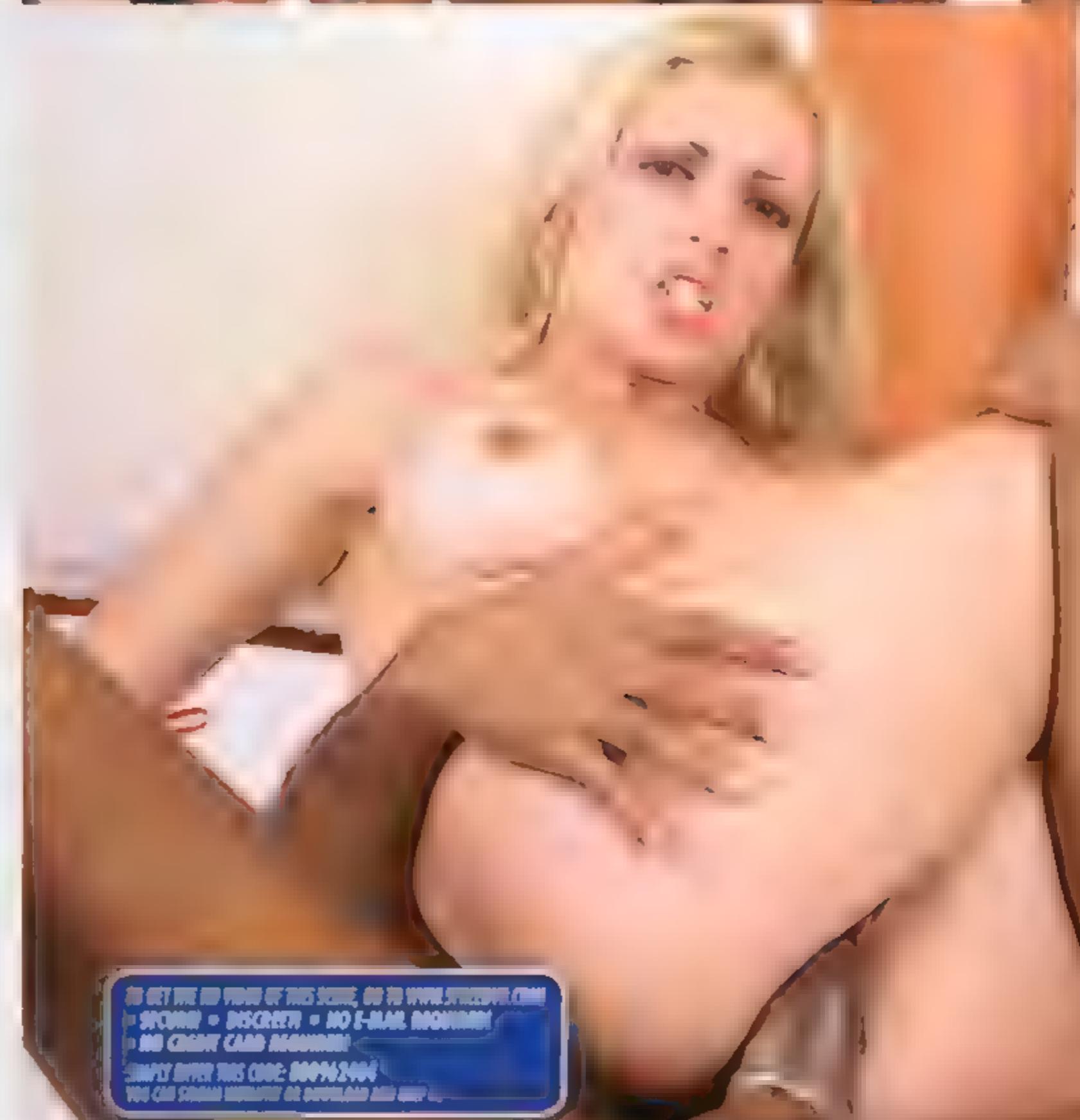
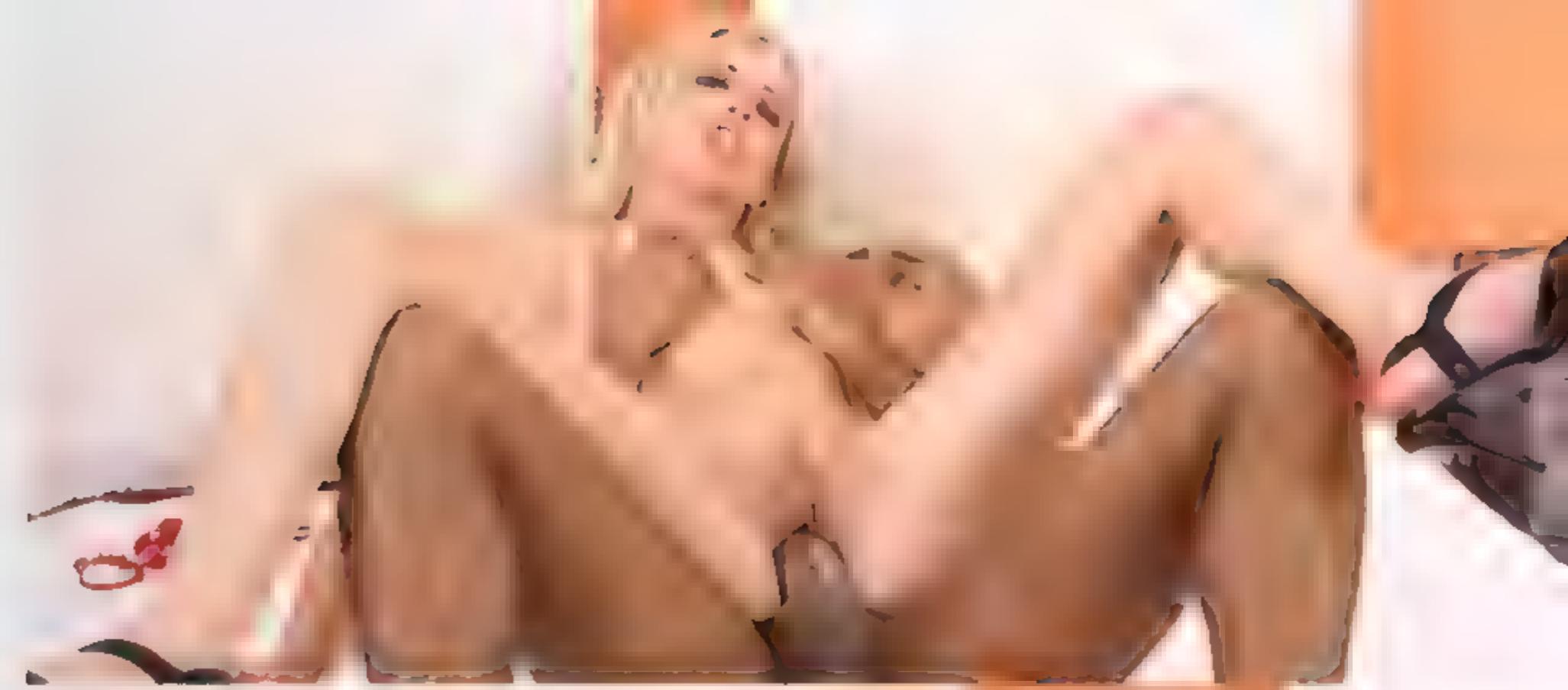
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I don't think I'm very adventurous and usually don't have much to say. But when I get in front of the camera, it's like the spotlights came on and I'm on stage. But I can also be adorable and fun and the kind of girl you would want to marry. I'm not a big sex freak but I can fake it pretty well when I'm out at a bar with my male friends. Guys like a girl who is into sex. It's a great way to get a girl, too.

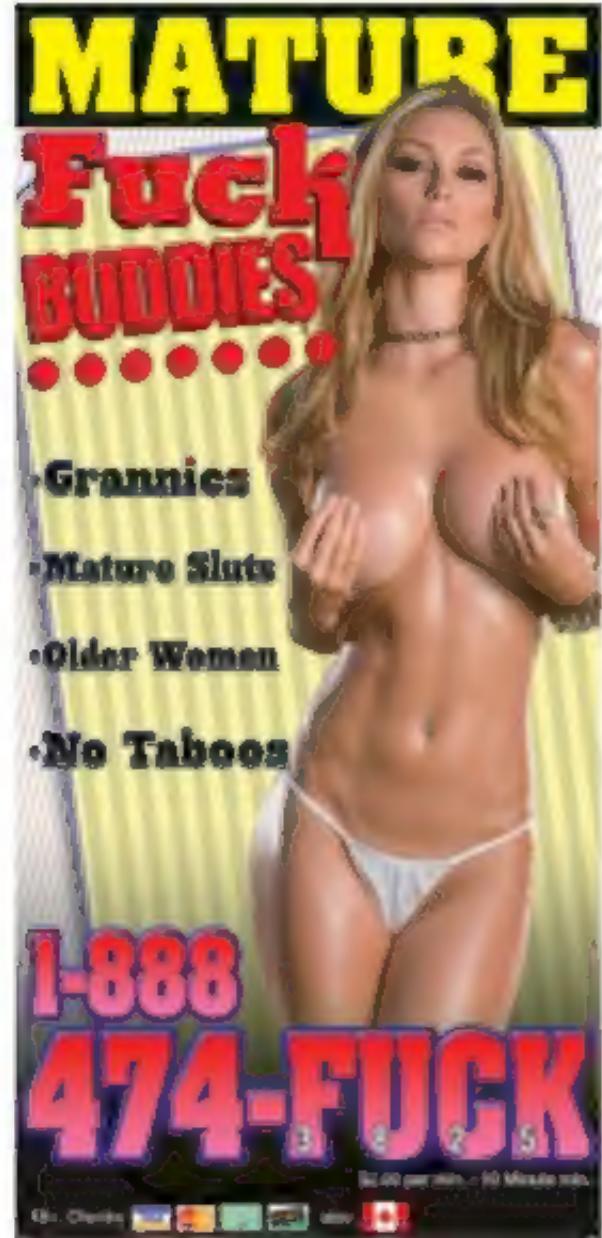
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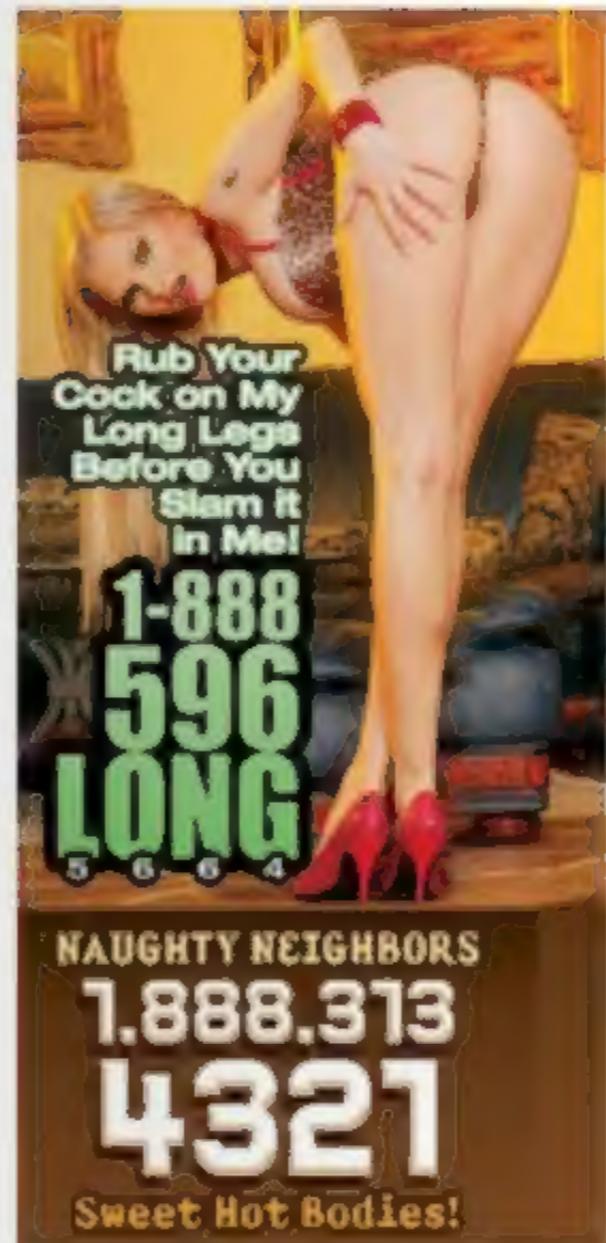
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